

REED SMITH SHAW & McCLAY

1600 AVENUE OF THE ARTS BUILDING

BROAD AND CHESTNUT STREETS

PHILADELPHIA, PA 19107-3426

FAX 215-875-4337

WRITER'S DIRECT DIAL NUMBER

(215) 875-8027

9417-A
MAY 25 1988 - 10 45 AM

INTERSTATE COMMERCE COMMISSION

May 24, 1988

Interstate Commerce Commission
12th & Constitution Avenue, S.W.
Washington, D.C. 20423
Attn: Mildred Lee, Room 2303

Re: General Electric Capital Corporation
Mortgage Modification filing

Dear Ms. Lee:

In accordance with 49 U.S.C.A. §11303, enclosed please find a copy of a Mortgage Modification and Extension Agreement to be filed with your department. This is a modification of a mortgage previously filed with the Certification Unit on June 2, 1978 and bears recordation No. 9417. A filing fee of \$13.00 is enclosed, and upon recording, send a copy to the undersigned.

Thank you.

Very truly yours,

Carla Mark Belohoubek

Carla Mark Belohoubek

CMB/at
encl.

PITTSBURGH, PA
WASHINGTON, DC
HARRISBURG, PA
McLEAN, VA

Interstate Commerce Commission

Washington, D.C. 20423

5/2/88

OFFICE OF THE SECRETARY

Carla Mark Belohoubek
Reed, Smith, Shaw & McClay
1600 Avenue Of The Arts Building
Broad & Chestnut Street
Philadelphia, PA. 19107

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 5/25/88 at 10:45am, and assigned recordation number(s). 9417-A

Sincerely yours,



Secretary

Enclosure(s)

RECORDATION NO. 9417-A FILE 1428

MAY 25 1988 10 45 AM

INTERSTATE COMMERCE COMMISSION

MORTGAGE MODIFICATION AND EXTENSION AGREEMENT

THIS MORTGAGE MODIFICATION AND EXTENSION AGREEMENT is entered into this 24 day of May, 1988, but effective as of the 1st day of June, 1988, by and between NORTHERN ASSOCIATES, a Pennsylvania general partnership ("Mortgagor") having an office at 7777 State Road, Philadelphia, Pennsylvania and GENERAL ELECTRIC CAPITAL CORPORATION, a New York corporation ("Mortgagee") with an office at 260 Long Ridge Road, Stamford, Connecticut 06902, formerly known as General Electric Credit Corporation.

BACKGROUND

WHEREAS, Mortgagor executed a Promissory Note and Mortgage and Security Agreement, in the sum of Four Million Five Hundred Thousand Dollars (\$4,500,000.00) in favor of General Electric Capital Corporation on May 26, 1978 (the "Original Note" and the "Original Mortgage" respectively); and

WHEREAS, the Original Mortgage was recorded in the Department of Records of Philadelphia County in Mortgage Book 1411 page 426 etc. on May 31, 1978; and

WHEREAS, Mortgagor has requested and Mortgagee has agreed to modify the terms of the Original Note in accordance with the terms of a certain Amendment to Promissory Note dated of even date herewith (the "Amendment to Promissory Note") and intended to be simultaneously executed herewith; and

WHEREAS, Mortgagor and Mortgagee desire to amend the Original Mortgage in order to incorporate the amendments contained in the Amendment to Promissory Note.

NOW THEREFORE, for good and valuable consideration, receipt of which is acknowledged, and in consideration of the Mortgage and intending to be legally bound, Mortgagor and Mortgagee hereby covenant and agree as follows:

1. The Mortgage maturity date is hereby extended to June 1, 1991.

2. Wherever the term "Note" is used in the Original Mortgage, such term shall be deemed to refer to the Original Note as amended by the Amendment to Promissory Note.

3. Except as herein expressly modified, all of the other terms and conditions of the Original Mortgage shall remain in full force and effect and are hereby confirmed.

IN WITNESS WHEREOF, the parties hereto have caused this Mortgage Modification and Extension Agreement to be executed by their duly authorized partners and officers as of the date and year first above written.

Signed and delivered in
the presence of:

Jeff R. Abbott

NORTHERN ASSOCIATES, a
Pennsylvania general partnership

By: _____
Jack Rose, general partner

By: Nathan Seltzer
Nathan Seltzer, general
partner

By: _____
Philip Seltzer, general
partner

GENERAL ELECTRIC CAPITAL
CORPORATION, a New York
corporation

Attest: _____

By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Mortgage Modification and Extension Agreement to be executed by their duly authorized partners and officers as of the date and year first above written.

Signed and delivered in
the presence of:

Harold Tashman

Harold Tashman

NORTHERN ASSOCIATES, a
Pennsylvania general partnership

By: Jack Rose
Jack Rose, general partner

By: Nathan Seltzer
Nathan Seltzer, general
partner

By: Philip Seltzer
Philip Seltzer, general
partner

GENERAL ELECTRIC CAPITAL
CORPORATION, a New York
corporation

Attest: _____

By: _____
Name:
Title:

IN WITNESS WHEREOF, the parties hereto have caused this Mortgage Modification and Extension Agreement to be executed by their duly authorized partners and officers as of the date and year first above written.

Signed and delivered in
the presence of:

NORTHERN ASSOCIATES, a
Pennsylvania general partnership

By: _____
Jack Rose, general partner

By: _____
Nathan Seltzer, general
partner

By: _____
Philip Seltzer, general
partner


GENERAL ELECTRIC CAPITAL
CORPORATION, a New York
corporation

Attest: Mark D. Kaplan

By: Richard M. Herstein
Name: Richard m. Herstein
Title: Investment Mgr.

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF PHILADELPHIA :

On this 12th day of May, 1988, before me,
personally came Nathan Seltzer, who
acknowledged himself to be a general partner of NORTHERN
ASSOCIATES, a Pennsylvania general partnership, and that he
executed the foregoing instrument for the purposes therein
mentioned.


Notary Public

Doris Torregrosso, Commissioner of Deeds
for Commonwealth of PA, from out of State
Collingswood, Camden Co., N.J.
My Commission Expires January 12, 1992.

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF PHILADELPHIA :

On this 12TH day of MAY, 1988, before me,
personally came PHILIP SELTZER + JACK ROSE, who
acknowledged themselves to be the general partners of NORTHERN
ASSOCIATES, a Pennsylvania general partnership, and that they
executed the foregoing instrument for the purposes therein
mentioned.

Harold Lashner
Notary Public

HAROLD LASHNER
Notary Public, Phila., Phila. Co.
My Commission Expires Oct. 8, 1990

COMMONWEALTH OF PENNSYLVANIA :
: SS
COUNTY OF PHILADELPHIA :

On this 23rd day of May, 1988, before me,
personally came Richard H. Heston, the Investment Manager of
GENERAL ELECTRIC CAPITAL CORPORATION, a New York Corporation, and
that he as such being authorized to do so executed the same for
the purposes therein contained by signing the name of the corpora-
tion by himself as Investment Manager.

Valerie Blasius
Notary Public

VALERIE BLASIUS
NOTARY PUBLIC, State of Connecticut
Commission Expires March 31, 1993